

The RGSW and AOS Foundation Meeting Agenda

4.00pm – 6.00pm Thursday 5 March 2020

Venue: Anthony Wheeler Boardroom

Invited to attend:

Foundation Trustees – Tim Curtis, Andrew Greenway, Rosemary Ham, Annie Fitch, Gary Rouse, Jonny Arr, John Gibson, Katie Wormington, Rachel Wyatt.

RGS staff: John Pitt, Laura Brown, Gareth Hughes, Ian Roberts, Scott MacDonald,

Minute Secretary: Joanna Weaver

1 Welcome, Apologies and Declarations of Interest

Apologies from Nick Fairlie, Emma Bentley-Hughes and Sarah Atkinson

The Foundation welcomed Rachel Wyatt (**RW**), RGSW Governor and AOS alumna. Her proposal by **AG** had been unanimously endorsed by the Trustees at the October 2019 meeting. **TC** formally welcomed Rachel to the Board.

Declarations of Interest, NONE.

2 Acceptance of Previous Minutes

ALL AGREED, minutes accepted and signed.

3 Administration Actions / Matters Arising from Previous Minutes / Updates (SCM)

Information circulated prior to meeting:

Bursary Funds, Bank account, seat sponsorship and (known) legacy pledges (28 Feb 2020).

- ARW Fund: **£406,477** (October £393,838 May £378,610);
- AO Fund **£28,902** (October £28,003 May £26,921);
- Hardship Fund **£2,923**(October £3,215);
- Current Account: **£149,284** (October £81,827) + **£75,000** cheque banked 3 March;
- PAC has **71 seats** sponsored (October 68);
- Legacy pledges **34** (October 34, May 32).

Bursaries – 20/20 update

- There are currently **19** pupils (was 16 at October meeting) who have been, are currently being or will be helped by bursary support at September 2020.
- The three new donations are a **£29.5k** fully funded Sixth Form place (payment received from a current sponsor), a **\$19k** gift from a new US based donor that can be used to top up a School funded bursary place and a new alumni supporter who has donated **£75k** towards the cost of a pupil's fees at the Senior School (he had been identified at the time of the last meeting).
- Following the October meeting discussions advanced positively with the overseas alumnus who wished to initiate a 100% restrictive bursary to promote applications to RGS from a handful of local state primary schools. Legal advice was taken by the School and in conjunction with this guidance, the necessary Risk Assessment put in place by SCM to demonstrate

compliance with the Equality Act.

However, the high-profile case over Christmas of two UK independent schools rejecting a £1m legacy pledge because they felt it discriminated applicants based on social groupings and ethnicity, prompted further legal advice to be issued to the entire independent school sector. The considered outcome within RGS has been to decline to accept a pupil based on the restrictive bursary offer as it stands, so it would serve no purpose for Foundation to receive a gift that the Trustees could not utilise. SCM is aiming to explore alternatives with the prospective donor – this gift would have secured the 20th bursary assisted place for the 20/20 Campaign.

- Sponsor who started his open-ended annual payments in 2016 at £11.5k (with Gift Aid as extra) has now increased his donation to £13.8k (and Gift Aid on top).

Fasha Mahjoor

- Fasha has provided **£21k** to be used for the Foundation Office Review.
- Fasha met with JDP, ITR, SCM and Richard Savory in December to be updated on the two capital projects. He remains supportive and has pledged an additional **£50k** towards the projects in addition to the **£300k** gift he has already pledged to the Foundation.
- Fasha confirmed that the **£500k** loan he can offer the School remains available should it be required for either project.
- Fasha is keen to participate in the Foundation Office Review as one of the significant supporters consultants would like to interview.

Annual Accounts

- Auditors are finalising draft set of accounts for **SCM** to then add a draft Trustees Annual Report to reflect the numbers. This draft document will then be circulated during March to all Trustees to review and to offer amendments, additions, comments before a final version is produced for Chairman to sign-off. Agreed final version will be submitted to Companies House and the Charity Commission.

Actions from Previous Minutes - completed

- Annual Indemnity Insurance cover for trustee purchased from Sutcliffe & Co.
- Prints of artwork commissioned in 2019 (Perrins Hall, Whiteladies, Britannia House) now available for purchase online via Foundation website.
- CCLA do now provide quarterly COIF investment reports for ARW Fund and AOS Fund to be considered by Finance Committee.
nb.GR has identified a number of enhancements in the information that Trustees need to have in order to ensure informed decision-making.
- Foundation Office met with Sarah Atkinson and **KW** to identify opportunities within the Dodderhill alumnae and parent community and with long-serving staff member who was departing in December 2019 to understand alumnae data sources available.
- **AG** approached Rachel Wyatt about becoming a Trustee and she has accepted ensuring AOS representation maintained following Annabel's retirement from the Board.
- Post digital copy of Annual Review on website – all registered users can now download the 2019 magazine. Previous editions will be backfilled for reference.(SCM)

Actions from Previous Minutes – to be carried forward for completion

- Trustees agreed the transfer of sponsorship gifts for Pupil A and Pupil B from the Foundation Bank Account at the October 2019 meeting but in line with the endorsement sought by the School Accountant, this will take place in August 2020. (*see Endorsement 1*)
- Trustees to complete skills matrix (SCM circulated ahead of meeting)

Actions deferred in light of Foundation Review and the delay in the Capital Projects

- Approaching recent past parents who may be well disposed to RGS. Trustees observed that these parents may be in a position to donate to forthcoming projects.
- Development of a fundraising and communication plan for the forthcoming capital projects. Utilising trustee support for implementing the engagement with parents and alumni.
- Agreeing an approach for trustees to help SCM engage with already identified potential donors from the alumni and past parent community to support bursaries (and the capital projects if they wish).
- Planning a major donor engagement event such as a dinner in the Cathedral.
- Circulating a list of potential prospective donors for Trustees to review and identify connections.

Endorsements Sought relating to Finance

- **E1: Approval to transfer sponsorship/bursary gifts from Foundation Bank Account as a single annual movement of funds each August.**

This has been requested by the RGS Accountant, John Ralph, because it is the most efficient way for him to manage such payments.

Gifts for capital projects and hardship awards are not included in this process and will be transferred as needed in year (subject to Trustee approval).

ALL AGREED - ENDORSED BY THE TRUSTEES

- **E2: Reinvest Current Account funds on the Money Market until Investment Committee is in a position to make recommendation to Trustees for investing funds in longer term products.**

GR has conducted an analysis of the current COIF investment products but there are still questions to be answered that could influence further longer term investment decisions with COIF. Additionally, the recent stockmarket turmoil for CV-19 suggests a short-term cautious approach may be sensible.

ALL AGREED (on the basis that the capital would be protected in the Money Market investments)- ENDORSED BY THE TRUSTEES

- **E3: Agreement to set up a separate named fund in which bursary donations can be held and managed by the Foundation until they are drawn down by Trustees to meet the commitments made to the School.**

E.g could be the 'Sponsorship Fund' and would be recorded as such within the Annual Accounts.

The fund would primarily hold four or five figure donations from pupil sponsors who donate either lump sums or annual instalments for funding bursaries. These funds are to be drawn down annually in August until expended. Where applicable, relevant Gift Aid claimed would also be added to these funds.

Bursary donations that are given by supporters to grow the two endowment funds will continue to be allocated to the AR Wheeler Bursary Fund or the Alice Ottley Fund, as per the instruction of each donor.

Gifts for capital projects, hardship funding and other uses would not be affected by this fund.

ALL AGREED - ENDORSED BY THE TRUSTEES

- **E4: Approve the transfer of latest three bursary donations to the School as required. (i) the £19k bursary donation from the US donor to support a Sixth Former over two years from September 2020, (ii) the £29.5k gift from donors to support a Year Seven joiner in September**

2020, (iii) the £75k gift received to support a current Year Eight pupil from Year Nine-Upper Sixth (5 years). Subject to E1 the respective annual amounts will transferred at the same time from Foundation funds to the School.

ALL AGREED - ENDORSED BY THE TRUSTEES

Endorsements Sought for other actions

- **E5: Endorsement of Chairman's recommendation to appointed preferred consultants to conduct review of Foundation Office and to produce plan to grow future fundraising**
TC presented to Trustees a summary of the submissions received from three different providers, each of whom met with *TC*, *AG* and *SCM* on Monday 24 February. Recommendation that Graham-Pelton is appointed to conduct the review.

ALL AGREED - ENDORSED BY THE TRUSTEES

- **E6: Trustees to endorse by email Chairman signing-off Annual Accounts once all trustees have had a chance to review the numbers and TAR (Trustees Annual Report).**
SCM will circulate the draft version for Trustee feedback which can then be incorporated into a final version for Trustees to endorse by email. Chairman can then sign final version on behalf of the charity.

ALL AGREED - ENDORSED BY THE TRUSTEES

Skills Matrix

A copy of a 'Skills Matrix' was shared with Trustees prior to the meeting, *JG* was thanked for providing an example from the Wooden Spoon charity. *JG* explained it is an excellent way of ensuring diversity in appointment of future Trustees. The matrix was reviewed: it was suggested that an open text box was added for any additional skills. *LB* added that 'Community Knowledge' was important and all agreed that any important potential fundraising contacts should be included.

Trustees were asked to recommend any further additions within 24 hours. Following this the matrix would then be passed to the Review Consultants (Graham-Pelton) for their input ahead of a final version being circulated by (*SCM*) to the Trustees for completion during March in conjunction with the Review.

4 Fundraising and Communications

1. Foundation Office Review by external consultants (TC)

Summary of meetings with Graham-Pelton, RSAcademics, More Partnership - 24 Feb 2020

Interview Panel: Tim Curtis, Andrew Greenway, Scott MacDonald

There was common ground in each presentation:

- The importance of the 'case for support'
- All leadership elements understanding and supporting this case
- A collaborative process
- Interviews with stakeholders

- An outcome of a report including a review of current activities, a structured plan and specific recommendations
- Benchmarking of performance against other relevant schools

There were also key differences:

E-Survey

- G-P had a survey (3000 alumni plus parents and staff) as integral to their proposal.
- RSA had not included a survey (it was available as an add-on) and yet their proposal seemed to depend on the information that would be gathered from it.
- More felt that the paper/anonymity of a survey meant that responses lacked value/credibility. They would base their findings on 10 face to face stakeholder interviews. If further interviews were deemed desirable then there would be a further cost.

Benchmarking

- Whilst all 3 companies claimed to be able to benchmark against relevant schools, G-P have produced a book for IDPE which provides the information supporting this benchmarking. G-P have access to the “raw data” used in this book. This gives G-P’s benchmarking more clarity and conviction.

Personnel

- In each case there was a ‘leader’ in the presentation team. In the case of RSA, the apparent leader was in the meeting via speakerphone.
- RSA’s presenter in the room (Rachel) was personable and competent, but deferred to Debra (on the phone) and was less assured in her grasp of key elements (eg stewardship)
- More’s presentation team was led by Moss Cooper, a forceful, dominant personality. He would give “robust” advice and “interrogate” the pipeline. He knew his stuff and was ably assisted by Dave Shepherd, a calm and knowledgeable sidekick. Dave’s experience is based on an international school in Singapore; Moss has worked with schools but a lot of his referenced work has been with University of Melbourne and New York Metropolitan Opera. Despite the transferability of skills, this background is a concern as is the fact that the company’s main school expert, Mark Whitmore, is moving on from the company, though they say that they will be able to continue to communicate with him.
- G-P’s lead, Samir Farrag, was articulate, knowledgeable, engaging and quick to grasp key details. Alice Sockett was clearly the back-up, but still had a positive presence. Both have backgrounds in tertiary education fundraising, but the support offered by working for a company that has published two highly relevant texts in our specific area of fundraising allays fears about relevant experience.

Cost and Outcomes

- More’s focus on a “culture of philanthropy” as an outcome was positive. They were strong on the “case for support” or the “story”. However, they would tell us the important details to put in this story, but we would write it. Their roadmap would be based on 10 stakeholder interviews. If more were required, this would be at an additional cost, perhaps because they wished to conduct interviews face to face. At £20K they were the most expensive whilst seeming to offer the smallest amount of work.
- RSA’s initial costs of £9250 need to be seen in the light of this not including a survey. This was separately costed at £8 – 10K. Not only did this confuse their presentation, but placed them up towards £20K overall
- G-P’s cost is £15375. This includes an e-survey and 2 hours’ specific professional training, costed by RSA as an additional cost at £1200 per hour. Their outcomes are detailed and specific.

Overall

More were dependent on the “quality” of their personalities. They claimed everything would be evidence-based, but findings would be based on limited interviews.

RSA have relevant experience, but thinking appeared confused by uncertainty over the use of the e-survey.

G-P have all bases covered. Their package includes stakeholder interviews, focus groups and the e-survey. It includes specific training. The company has published two highly relevant books with associated data. They promise clear, deliverable outcomes. They are also the cheapest! Though we will need to bear in mind the extra costs incurred through travel and accommodation.

There have been follow up emails with all three companies. We initiated clarification of outcomes with G-P because they were our preferred option. Questions and clarification from G-P are attached.

RSAcademics clarified their timing with regards using an e-survey. This again showed that this should have been included from the start whilst now stating that this could be done during the Easter vacation.

More acknowledged a possible need to interview more than the original 10 stakeholders whilst asking for guidance as to the separate 'constituencies' from which we would want to draw interviewees.

Our recommendation remains that we invite G-P to carry out the proposed work.

JG asked if the Review could identify 'the size of the prize'. **SCM** confirmed that G-P advised that the review should hopefully identify 'warm leads'. Discussion regarding the survey to all four schools and it was felt that prep school pupils would benefit most from any future fundraising. Furthermore, consideration must be given to the timing of the survey, to avoid it conflicting with the letter regarding school fees for 2020-21. Trustees agreed that the School should send out a communication to parents and alumni before the survey is sent in order to secure as large a response as possible.

JG asked if the consultants can confirm clearly in the agreement that the survey would be GDPR compliant. **SCM** instructed to inform the outcome of the review process to the three companies and to draft a letter of instruction for **TC**.

As above - **ALL AGREED - ENDORSED BY THE TRUSTEES**

2. Capital Project Update and Fundraising (ITR/SCM)

- Indoor Tennis and Netball Centre update
This has reverted to the original project and the School hopes to have a design agreed and planning submitted. Fasha has pledged £350K to be match-funded and there is a time-limit on this.
- Next steps for Hockey project grant applications in conjunction with WHC, smaller individual donations (brick naming) and larger gifts.
There is a meeting on Monday 9 March with Worcester Hockey Club to discuss fundraising options. With their status as a community benefit, WHC would be best equipped to request funding from various sporting organisations. There will be a discussion of fundraising initiatives ie. named bricks etc. There is a possibility of company sponsorship of the facility but this would need discussion to agree a suitable cost for this sponsorship.

Feedback from the meeting to be sent to Trustees (**SCM**)

3. AOOE Alumni Association Integration into the School (TC)

TC and Lloyd Beecham (RGS Senior Deputy Head, representing the Headmaster) met with Barrie Rees (AOOE President), Shelley Eyers (President Elect) and Peter Breakwell (Immediate Past President) to discuss the future of the AOOE Association. All are open to the AOOE Association integrating into the School and working closely with the Foundation, to ensure GDPR compliance and to create a situation where alumni are all equal, etc. This would be discussed at their next Committee meeting and any agreement would need to be endorsed at the AGM.

Currently, AOOE reserves total circa £360K. Discussions are taking place in the working group regarding a 'hardship fund' for alumni and other funds into bursary provision. **SCM** expressed his wish that the AOOEs be asked to donate £200k towards the Hockey facility (RGS has to raise £400k), however the majority opinion favoured using the money, should it become available, for bursaries. Trustees discussed two members of the AOOE Committee sitting on the Foundation Board.

All agreed to support the integration in principle but acknowledged that further discussions are needed ahead of any decision around appointing new Trustees.

- Dodderhill alumnae engagement and fundraising.
Currently, with the transition to RGS, **SA** has priorities focussed elsewhere. Therefore, no immediate need to integrate into the Foundation. However, it was felt that the School / Foundation need to capture records for future use. **SCM** and **KW** to liaise.

4. Alumni Annual Review Communication (SCM)

Discussion regarding a date for publication of the Annual Review 2019, whether it should be delayed until after the Foundation Office review and decisions on the capital projects. Agreed publication asap in Spring was preferable with inclusion of Hockey fundraising, followed by a further fundraising campaign mailing later in 2020 for LTA project.

5 Any Other Business

- Alumni engagement events to be added to future agendas.
- Trustees requested that alumni publications aim where possible and appropriate to be fully representative of the ethnic mix amongst RGS pupils.
- Following the suggestion by **AG** at the previous meeting that a Vice Chair of the Foundation should be appointed, **TC** confirmed **AG** has kindly agreed to fulfil this role.

6 Future Meeting Dates

Future Foundation Trustee meeting dates planned ahead of the RGS F&GP meetings.

- 2020 Trinity Board: **Thursday 21 May 4pm**
- 2020 Michaelmas Board: **Thursday 22 October 4pm**
- 2021 Lent Board: **Thursday 4 March 4pm** (*nb. possible clash with a School Inspection*)